

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

STEPHANIE TABOR, Individually And On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

BODISEN BIOTECH, INC., BO CHEN, WANG
CHUNSHENG, KAREN QIONG WANG,
YILIANG LAI, and KABANI & CO., INC.

Defendants.

CIVIL ACTION NO. 06-CV-13220

**NOTICE OF MOTION AND MOTION
TO DISMISS FOR FAILURE TO
STATE A CLAIM UPON WHICH
RELIEF CAN BE GRANTED**

**[Filed concurrently with Defendant's
Memorandum of Law, Request for
Judicial Notice and Certificate of Service]**

TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

PLEASE TAKE NOTICE that defendants Bodisen Biotech, Inc., Bo Chen, Wang Chunsheng, Karen Qiong Wang, Yiliang Lai (collectively "Defendants") move this Court, pursuant to Rules 8, 9 and 12(b)(6) of the Federal Rule of Civil Procedure and the Private Securities Litigation Reform Act of 1995 ("PSLRA") to dismiss the First Amended complaint ("Complaint") in this consolidated action and all claims for relief asserted against them, and for entry of an order in Defendants' favor dismissing the Complaint and all of its claims on the grounds that the Complaint fails to state a claim upon which relief can be granted.

MOTION TO DISMISS

Defendants bring this motion pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure on the grounds that the Complaint fails to allege facts sufficient to sustain a claim for relief under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and related Securities and Exchange Commission Rule 10b-5 against Defendants, and fails to allege facts with the level of particularity the PSLRA requires. The Motion is based upon this Notice of Motion and Motion, the Memorandum of Law attached hereto, the Request for Judicial Notice

filed concurrently, the operative Complaint on file with the Court in this consolidated proceeding, and upon any further matter, material or argument the Court may consider at any hearing the Court may hold on this Motion.

DATED: January 18, 2008.

REED SMITH LLP

By: 

Michael J. Coffino (Admitted *Pro Hac Vice*)
David S. Reidy (Admitted *Pro Hac Vice*)
Attorneys for Defendants
BODISEN BIOTECH, INC., BO CHEN,
WANG CHUNSHENG, KAREN QIONG
WANG, and YILIANG LAI